

OSTER

Researching Services

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November 12, 2009

RECORDATION NO. 28077 FILED

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Ms. Anne Quinlan, Esq.
Acting Secretary
Surface Transportation Board
395 E Street, SW
Washington, D.C. 20423

SURFACE TRANSPORTATION BOARD

Dear Ms. Quinlan:

Enclosed for recording with the Surface Transportation Board is a Memorandum of Rider No. 1 to Full Service Master Lease Agreement dated 7/30/09 including the following parties and railroad equipment:

Lessor: Wells Fargo Equipment Finance, Inc.
dba Midwest Railcar Capital Equipment Company
Investors Building, #700
733 Marquette Avenue South
Minneapolis, MN 55402

Lessee: Chevron Oronite Company, LLC
1301 McKinney
Houston, TX 77010

Equipment: 14, Railcars
MCEX 350375-350379, 350383, 350385,
350390-350392, 350394, 350395,
350397, 350400

Please record this agreement as a primary document. The filing fee of \$41 is enclosed.

Summary: Memorandum of Rider No. 1 to Full Service Master Lease Agreement dated 7/30/09 between Wells Fargo Equipment Finance, Inc. dba Midwest Railcar Capital Equipment Company as Lessor and Chevron Oronite Company, LLC as Lessee including 14 Railcars.

Sincerely,



Mary Ann Oster
Research Consultant

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**WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A
MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY**

**MEMORANDUM OF RIDER No. 1 TO FULL SERVICE
MASTER LEASE AGREEMENT**

between

**WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A
MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY**

as Lessor

and

CHEVRON ORONITE COMPANY LLC

as Lessee

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SOUTH ACE TRANSPORTATION BOARD**MEMORANDUM OF RIDER NO. 1 TO FULL SERVICE MASTER LEASE AGREEMENT**

THIS MEMORANDUM OF RIDER No. 1 TO FULL SERVICE MASTER LEASE AGREEMENT is effective as of July 30, 2009, by and between WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY, a Minnesota Corporation ("Lessor"), and CHEVRON ORONITE COMPANY LLC, a Delaware Limited Liability Company ("Lessee"), with reference to the following:

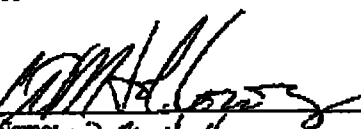
1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor, certain railcars as described on Exhibit A attached hereto and made a part hereof, all as more particularly described in that certain Rider No. 1 dated July 30, 2009 between Lessor and Lessee to the Full Service Master Lease Agreement dated as of July 30, 2009 between Lessor and Lessee (the "Lease").
2. The Lease shall be effective as of the execution date thereof and the term of the Lease with respect to each car shall be as set forth in Rider No. 1.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Rider No. 1 to the Full Service Master Lease Agreement to be executed as of the date first above written.

WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A
MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY
Lessor

By: 
Name: Julie Milbrath
Title: Assistant Vice President

CHEVRON ORONITE COMPANY LLC
Lessee

By: 
Name: W. M. Holloway
Title: A.M.E. Procurement Manager

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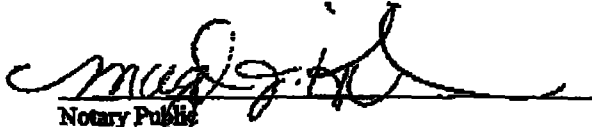
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STATE OF MINNESOTA, COUNTY OF HENNEPIN, TO WIT:

On this 2nd day of August, 2009 before me appeared, Julie Milbrath to me personally known, who being by me duly sworn, says that he is the AVP of WELLS FARGO EQUIPMENT FINANCE, INC. DB/A MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY, a Minnesota Corporation, that said instrument was signed on August 26, 2009 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

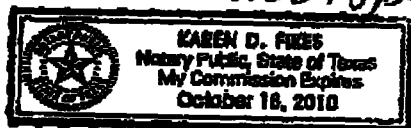
[Notarial Seal]

My commission expires:


Notary PublicSTATE OF Texas, COUNTY OF Harris, TO WIT:

On this 17th day of August, 2009 before me appeared, W.M. Holloway to me personally known, who being by me duly sworn, says that he is a MR. President of CHEVRON OROHITE COMPANY LLC, a Delaware Limited Liability Company, that said instrument was signed and sealed on August 17, 2009 on behalf of said limited liability company by authority of its Members, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said limited liability company.

[Notarial Seal]

My commission expires: Oct 18, 2010
Notary Public

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EXHIBIT A
DESCRIPTION OF RAILCARS

Fourteen (14) Railcars with the reporting following marks and numbers:

<u>Car Mark & Number</u>	<u>Car Mark & Number</u>
MCEX 350375	MCEX 350390
MCEX 350376	MCEX 350391
MCEX 350377	MCEX 350392
MCEX 350378	MCEX 350394
MCEX 350379	MCEX 350395
MCEX 350383	MCEX 350397
MCEX 350385	MCEX 350400